

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:

BKY Case No.: 08-46367

ARC Venture Holding, Inc., et al.,

Chapter 7
(Jointly Administered)

Debtors.¹

Brian F. Leonard, Trustee,

Adv. No.: 10-4____

Plaintiff,

vs.

ADVERSARY COMPLAINT

Dun & Bradstreet, Inc.,

Defendant.

Brian F. Leonard, the Chapter 7 Trustee of the Bankruptcy Estate of ARC Venture Holding, Inc., et al. ("Trustee"), for his Complaint against Defendant Dun & Bradstreet, Inc. states and alleges as follows:

1. On December 8, 2008, the Debtors filed their voluntary Chapter 11 bankruptcy petitions, with the exception of Advantage Licensing, LLC, which filed its Chapter 11 petition on January 24, 2009.

2. The Debtors' cases were converted to Chapter 7 proceedings on June 3, 2009 and Brian F. Leonard was appointed to serve as Trustee. These cases are presently pending before this Court.

¹ Jointly administered estates of the following Debtors: ARC Venture Holding, Inc., Case No. 08-46367; Southwest-Tex Leasing Co., Inc., d/b/a Advantage, Case No. 08-46368; Advantage Rent-A-Car, Inc., Case No. 08-46369; Coast Leasing Corp., Case No. 08-46370; Floral Leasing Corp., Case No. 08-46371; Iliad Leasing Corp., Case No. 08-46372; Miso Leasing Corp., Case No. 08-46373; Nugget Leasing Corp., Case No. 08-46374; Okra Leasing Corp., Case No. 08-46375; Rainier Leasing Corp., Case No. 08-46376; San Antonio Rental & Leasing Co., Inc.; Case No. 08-46377; Steamboat Springs Rental and Leasing Co., Inc., Case No. 08-46379; Sun Leasing Corporation, Case No. 08-46380; Tradewinds U-Drive, Inc., Case No. 08-46383 Ute Leasing Corporation, Case No. 08-46384; Advantage Licensing LLC, Case No. 09-40394.

3. The Debtor ARC Venture Holdings, Inc. ("ARC Venture") is a Delaware corporation. ARC Venture owns 100% of the shares of Debtor Southwest-Tex Leasing Co., Inc. ("Southwest-Tex Leasing"). Southwest-Tex owns 100% of all of the other Debtors, except Debtor Advantage Licensing LLC.

4. The Debtors operated a car rental business under the trade name "Advantage Rent-A-Car" ("Advantage"), which maintained its executive offices in Minneapolis, Minnesota and its administrative offices in San Antonio, Texas.

5. Advantage operated retail rental car offices in California, Florida, Illinois, Minnesota, Missouri, Nevada, Oklahoma, Washington, Arizona, Colorado, Mexico, Hawaii, Utah, and Texas.

6. Defendant Dun & Bradstreet is a Delaware corporation doing business in the state of Minnesota and in other states where the Debtors were in business.

7. This Court has jurisdiction over this matter under 28 U.S.C. §§157(b)(2) and 1334, Bankruptcy Rule 5005, Local Rule 1070-1, and 11 U.S.C. §§547, 550 and 551. This is a core proceeding.

8. Southwest-Tex Leasing paid Dun & Bradstreet \$23,542.80 by Check no. 1045428 dated October 16, 2008 (the "Transfer").

9. The Transfer was a payment to Dun & Bradstreet, a creditor, on account of antecedent debt.

10. Southwest-Tex Leasing made the Transfer to Dun & Bradstreet within the 90-day period prior to the commencement of the bankruptcy proceeding when Southwest-Tex Leasing was insolvent.

11. The Transfer of \$23,572.80 enabled Dun & Bradstreet to receive more than it would have received as a creditor under Chapter 7 of the Bankruptcy Code.

12. The Trustee is entitled to avoid the Transfer of \$23,572.80 to Dun & Bradstreet as a preferential transfer under 11 U.S.C. §547(b) and to recover from Dun & Bradstreet the amount of the Transfer, plus interest, under 11 U.S.C. §550.

WHEREFORE, the Trustee seeks a judgment of this Court for the following:

1. Avoiding Southwest-Tex Leasing Co., Inc.'s payment of \$23,572.80 to Dun & Bradstreet, Inc. as a preferential transfer under 11 U.S.C. §547(b);
2. Entering judgment of \$23,572.80 or more, together with interest, against Dun & Bradstreet, Inc. and in favor of Brian F. Leonard, Trustee, under 11 U.S.C. §§547(b) and 550;
3. Preserving all amounts recovered for the benefit of the Estate under 11 U.S.C. §551;
4. Awarding Brian F. Leonard, Trustee, his costs, disbursements and attorneys' fees; and for such other relief as the Court deems just.

**LEONARD, O'BRIEN
SPENCER, GALE & SAYRE, LTD.**

/e/ Andrea M. Hauser

Dated: October 25, 2010

By _____

Andrea M. Hauser, #207469
Brian F. Leonard, #62236
100 South Fifth Street, Suite 2500
Minneapolis, MN 55402-1216
(612) 332-1030

ahauser@loggs.com

Attorneys for Brian F. Leonard, Trustee